

EXHIBIT B

Teva Settlement Agreement

Adv. Proc. No. 25-50271 (KBO)

SETTLEMENT OFFER AND ACCEPTANCE FORM

Teva API Inc. ("**Teva**") has read the complaint that was filed as Adv. Proc. No. 25-50271 (KBO) on behalf of George L. Miller, the duly appointed Chapter 7 Trustee (the "**Chapter 7 Trustee**") for the estates of Akorn Holding Company LLC *et al.* (the "**Debtors**"), Case No. 23-10253 (KBO) (the "**Action**"), alleging that Teva received transfer(s) in the amount of \$1,957,153.80 during the ninety (90) day Preference Period (the "**Transfers**") and is willing to resolve this matter amicably pursuant to this Settlement Offer and Acceptance Form (the "**Agreement**"). Teva and the Chapter 7 Trustee shall be referred to collectively herein as the "**Parties**."

SETTLEMENT OFFER

The Chapter 7 Trustee herein offers to settle and release any and all of the Debtors' estates' claims against Teva under Sections 547 through 550 of the Bankruptcy Code upon receipt and bank clearance of a settlement payment equal to \$330,000.00 (the "**Settlement Amount**"), which is a negotiated amount. Teva shall pay the \$330,000 via check made payable to George L. Miller, Chapter 7 Trustee within thirty (30) days of full execution of this Agreement. The check shall be mailed to George L. Miller, 1628 John F. Kennedy Blvd., #950, Philadelphia, PA 19103. The Settlement Amount will be held in escrow by the Chapter 7 Trustee pending entry of an order of the Bankruptcy Court approving this Agreement. In the event this Agreement is not approved, then (i) the Settlement Amount shall be returned promptly to Teva; (ii) this Agreement shall be deemed null and void; and (iii) the Parties shall be restored to their original positions, with all claims and defenses, that existed prior the execution hereof.

ACCEPTANCE OF SETTLEMENT OFFER

Having considered the Settlement Offer and Teva's rights and alleged liabilities, Teva hereby accepts the offer to settle the Trustee's claims on the terms set forth above and shall make payment to George L. Miller, Chapter 7 Trustee for the Settlement Amount of \$330,000.00 within thirty (30) days of full execution of this Agreement.

Teva waives its right(s) under Section 502(h) of the Bankruptcy Code to file a proof of claim (or to modify an existing proof of claim) for the Settlement Amount in the *Akorn Holding Company LLC, et al.* bankruptcy cases (the "**Bankruptcy Cases**"). Furthermore, Teva releases any and all claims against the Trustee, his representatives, agents and professionals, and all of their respective successors and assigns, and the Debtors' estate, as applicable, including any claims that have or could have been asserted in the Bankruptcy Cases.¹

DISMISSAL OF ADVERSARY PROCEEDING

The Parties, through the execution of this Agreement, stipulate that once the Court has approved this settlement and the Trustee has received payment of \$330,000.00, pursuant to Federal Rule of Bankruptcy Procedure 7041 and Federal Rule of Civil Procedure 41(a)(1)(A)(i), the Chapter

¹ For the avoidance of doubt, this waiver includes Claim No. 364 for \$324,000.00, as filed in Bankruptcy Case No. 23-10255.

